

**18 September 2020****Mr. Roger Martin F. Ruiz**

Senior Manager  
United Coconut Planters Life Assurance Corporation  
Cocolife Building, 6807 Ayala Avenue, Makati City

Dear Mr. Ruiz,

Thank you for your interest in our programs.

We are pleased to submit a proposal to conduct two full day Corporate Governance courses for the Board of Directors and Senior Management Team of Cocolife. These are: (1) Corporate Governance and (2) Finance for Directors. We will deliver each course over a period of 8-hours on your preferred dates. Sessions will be conducted online via Zoom platform.

The standard cost to deliver these two (2) courses to a class of thirty (30) participants is Seven Hundred Thirty-Nine Thousand Two Hundred Pesos (PHP 739,200). A special discounted price of Five Hundred Sixty-One Thousand Pesos (PHP 561,000) will be charged, provided Cocolife confirms the run of both courses for a guaranteed class size of 30 participants. The quoted fees include VAT. As good will, the program fee for every additional participant after the maximum number of thirty (30) is reached will be waived.

**Terms of Reference****1. Inclusions**

The proposed package include speakers' and facilitators' professional fees, certificates of attendance and program run coordination.

**2. Other Expenses**

Costs relating to venue, food, materials, etc. are for the Client's account.

**3. Payment Terms****3.1 Payment Schedule**

50% down payment will be due upon signing of the "conforme". The balance of 50% will be due immediately after the course.

### 3.2 Payments

Payments can be made through check, payable to: The Institute of Corporate Directors, Inc. or may be arranged through the bills payment facility to any UnionBank Branch with Biller Name: Institute of Corporate Directors, Inc.

For proper issuance of Official Receipt, kindly send the scanned copy of your deposit slip to ICD contact person email address.

### 3.3 Cancellation Fee

A fee of 10% of the total guaranteed package fee shall be charged if the online event as scheduled is cancelled by the Client, from fourteen (14) to seven (7) working days before the scheduled event.

A fee of 50% of the total guaranteed package fee shall be charged if the online event is cancelled by the Client any time within seven (7) working days before the scheduled event.

## 4. Timeline

Preparation for a training run will require six weeks. ICD will start preparations for the course run after the 'conforme' is signed. Preparation includes the following activities:

- Coordination and alignment of speakers', facilitators' and panelists' schedules,
- Online training or course content customization.

## 5. Confidentiality

This proposal is confidential and can only be shared with the written consent of ICD. Further, all materials and presentations are proprietary to ICD and, as such, their use, reproduction, and dissemination are expected to be limited to participants of the course. The consent of the ICD should be sought when the materials will be used outside the scope of this exclusive program. Both client and ICD agree that both parties shall not disclose any proprietary or confidential information relating to the services and business operations, strategy and management of the other party without prior consent of the other.

## 6. Validity

This proposal is valid until 30 September 2020.

ICD reserves the right to cancel this engagement if this proposal is not signed and submitted to ICD, at least two (2) weeks before the target date of engagement.



We appreciate your commitment to good corporate governance especially in this trying times. Should you have queries or concerns please contact Ms. Kelley Bernardo at [kbernardo@icd.ph](mailto:kbernardo@icd.ph) or the undersigned at [rcinco@icd.ph](mailto:rcinco@icd.ph) or thru her mobile at 09088162868.

We look forward to delivering this course to your Board.

Sincerely,



Regine Marie E. Cinco  
Director - Research and Development



Leonardo Jose M. Berba  
Chief Executive Officer

**CONFORME:**

**Mr. Roger Martin F. Ruiz**  
Senior Manager  
United Coconut Planters Life  
Assurance Corporation (COCOLIFE)

